

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:
RS OLD MILL, LLC,

Chapter 11
Case No. 17-22218 (RDD)

Debtor.

CONSENT ORDER DISMISSING CHAPTER 11 CASE

WHEREAS, on February 13, 2017, the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") with this Court and an Order for Relief was entered; and

WHEREAS, the Debtor sought relief under the Bankruptcy Code so as to stay the termination loss of a certain Agreement of Sale, dated as of November 28, 2016 (the "Sale Agreement"), pursuant to which the Debtor agreed to purchase, and Novartis Corporation ("Novartis"), agreed to sell, certain real property located at 25 Old Mill Road, Suffern and Montebello, New York (the "Property"); and

WHEREAS, an Order was entered in this case on February 27, 2017 establishing April 14, 2017 as the last date for non-governmental units, and August 14, 2017 with regard to governmental units, to file proofs of claim on account of pre-Petition Date obligations of the Debtor (collectively, the "Claims Bar Date"); and

WHEREAS, on September 6, 2017, a closing on the Sale Agreement was completed (the "Closing"); and

WHEREAS, certain claims asserted against the Debtor by way of filed proofs of claim and/or listed in the Debtor's schedules were satisfied at closing including, without limitation, the proofs of claim filed by Novartis (Claim No. 3) and New York Land Services (Claim Nos. 4 and 5); and

WHEREAS, given the fact that the potential loss of its rights under the Sale Agreement, which was the impetus for the Debtor's commencement of this case, is no longer a concern, the Debtor no longer requires the protections afforded under the Bankruptcy Code and wishes to conduct its business and affairs in the ordinary course; and

WHEREAS, the undersigned include all creditors who filed proofs of claim in the Debtor's case and/or who were listed as creditors or potential creditors in the Debtor's schedules and all other known parties in interest with regard to this case,

NOW, upon the joint request of the undersigned parties, it is hereby
ORDERED, upon the consent of the undersigned parties and pursuant to §1112(b) of the
Bankruptcy Code, that this case is dismissed upon; and it is further

ORDERED that the Debtor shall pay to the United States Trustee the appropriate sum required, if any, pursuant to 28 U.S.C. §1930, together with interest pursuant to 31 U.S.C. §3717, if any, within ten (10) days of the entry of this Order and simultaneously file and provide to the United States Trustee an affidavit indicating the cash disbursements, if any, for the period from commencement of the case to the date of this order.

Dated: New York, New York
September , 2017

HONORABLE MARTIN GLENN ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

Consented to and agreed:

Mintz, Levin, Cohn, Ferris,
Glovsky and Pompeo

AKRF Consulting Services, Inc.
f/k/a AKRF, Inc.

Bx: Left
Name: Walt Disney
Title: Walt Disney

By: _____
Name: _____
Title: _____

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AKRF Consulting Services, Inc.
f/k/a AKRF, Inc.

By: _____

Name:
Title:

By Anne M. Locke
Name: Anne M. Locke
Title: SVP COO

Alpine Fine Construction

By: Elbo Weinstein

Name: _____
Title: Owner

Bridgewater Capital

By:

Name: _____
Title: _____

Ell City LLC

By:

Name: _____
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Instyle Interiors

By:

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Lyncrest Consulting

By:

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Romaro

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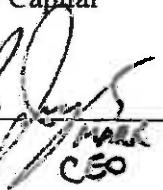
Shefa Trans Public

By: _____
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Alpine Pine Construction

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Bridgewater Capital

By: 
Name: Mark J. Smith
Title: CEO

Ell City LLC

By: _____
Name: _____
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Instyle Interiors

By: _____
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Lyncrest Consulting

By: 
Name: ISAAC GENACK
Title: CEO

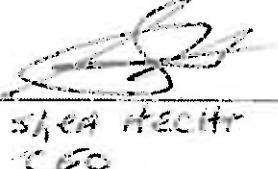
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Name: SEAN McCARTHY
Title: CEO

Goldman Copeland

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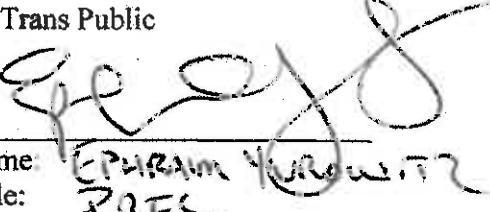
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Name: EPHRAIM KORNBLIT
Title: PRES.

Alpine Fine Construction

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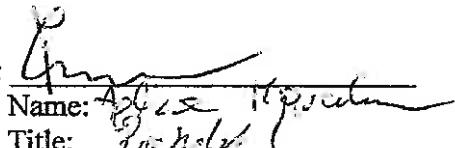
Ell City LLC

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Goldman Copeland

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Name: Alyce Copeland
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Name: John P. McBride
Title: Principal

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Title: *Kaufman*

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Romaro

By: 
Name: ~~ROBERT ROMARO~~
Title: ~~COO~~

Better Distributors

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Shefa Trans Public

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Name: _____
Title: _____

UHCS Distributors

By: 
Name: NORMAN WASSER
Title: United States Trustee for Region 2
No OBJECTION!

By: 
Name: ANDREA SCHWARTZ
Title: TRIAL ATTORNEY

Watermark Associates LLC

By: _____
Name: _____
Title: _____

UHCS Distributors

Watermark Associates LLC

By: _____
Name:
Title:

By: Liza Rivera
Name: Liza Rivera
Title: Associate

United States Trustee for Region 2

By: _____
Name:
Title: